

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

RECEIVED
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In re:)
M3POWER RAZOR SYSTEM)
MARKETING & SALES PRACTICES)
LITIGATION)

Civil Action No. 05-11177-DPW
(Lead Case)

MDL Docket No. 1704

THIS DOCUMENT RELATES TO:)
ALL CASES)

FILING FEE PAID:

RECEIPT # 32170437

AMOUNT \$ 50.00

BY DPTY CLK

DATE 2/17/06

MOTION FOR ADMISSION *PRO HAC VICE* OF BEN BARNOW

Petitioner, Ben Barnow, of the law firm Barnow and Associates, P.C., pursuant to the Court's January 26, 2006 Case Management Order and Order for Consolidation and Local Rule 83.5.3, respectfully requests that Ben Barnow be admitted to practice before the United States District Court for the District of Massachusetts on behalf of Plaintiffs Greg Besinger and David Zavala, and avers as follows:

1. Petitioner, Ben Barnow, represents Plaintiffs Greg Besinger and David Zavala, whose action was consolidated to this Court as part of the above-captioned multi-district litigation.

2. Plaintiffs desire that Mr. Barnow be admitted and allowed to represent them in this matter.

3. As stated in Mr. Barnow's Affidavit attached hereto, he is a member in good standing of the bar of the State of Illinois since 1969 and is admitted to practice before the United States District Court for the Northern District of Illinois since 1981, the United States Court of Appeals for the Seventh Circuit since 1982, and the Appellate Div. of the Sup. Ct. of the State of N.Y. since 1989. Further, there are no disciplinary actions pending against Mr. Barnow

in any jurisdiction.

4. Mr. Barnow is familiar with the Local Rules of the United States District Court for the District of Massachusetts, and agrees to abide by them.

WHEREFORE, the undersigned counsel respectfully moves for Mr. Barnow's admission to this Court, pursuant to Local Rule 83.5.3, for this particular litigation.

Dated: February 16, 2006.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Ben Barnow', written over a horizontal line.

Ben Barnow
Barnow and Associates, P.C.
One North LaSalle St., Suite 4600
Chicago, IL 60602
Telephone: (312) 621-2000
Facsimile: (312) 641-5504

Exhibit 1

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

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CLERK OF COURT

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**AFFIDAVIT OF BEN BARNOW IN SUPPORT OF
APPLICATION FOR ADMISSION *PRO HAC VICE***

STATE OF ILLINOIS)
) ss.:
COUNTY OF COOK)

BEN BARNOW, being duly sworn, deposes and says:

1. I am the sole shareholder in the law firm of Barnow and Associates, P.C., located in Chicago, Illinois, counsel for Plaintiffs Greg Besinger and David Zavala in the consolidated multi-district action captioned above, and I submit this affidavit in support of my application for admission *Pro Hac Vice*.

2. I am an attorney at law and am a member in good standing of the Illinois Bar, Bar No. 0118265, since 1969. I am also admitted and in good standing in the United States District Court for the Northern District of Illinois since 1981, the United States Court of Appeals for the Seventh Circuit since 1982, and the Appellate Div. of the Sup. Ct. of the State of N.Y. since 1989. I am a member in good standing in every jurisdiction where I have been admitted to practice. Attached hereto as Exhibit A is my Certificate of Admission to the Bar of Illinois, which states that I am a member in good standing.

3. There are no disciplinary proceedings pending against me in any court, and I am not under suspension or disbarment by any Court.

4. Accordingly, I respectfully request that my application for admission to the bar of this Court *Pro Hac Vice* be granted.


Ben Barnow

SUBSCRIBED AND SWORN to before me
this 16th day of February, 2006

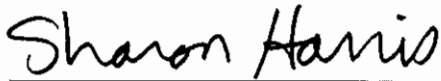

Notary Public



Exhibit A

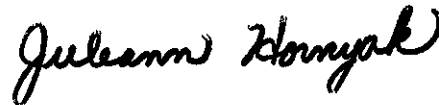
Certificate of Admission To the Bar of Illinois

I, Juleann Hornyak, Clerk of the Supreme Court of Illinois, do hereby certify that

Ben Barnow

has been duly licensed and admitted to practice as an Attorney and Counselor of Law within this State; has duly taken the required oath to support the CONSTITUTION OF THE UNITED STATES and of the STATE OF ILLINOIS, and also the oath of office prescribed by law, that said name was entered upon the Roll of Attorneys and Counselors in my office on December 30, 1969 and is in good standing, so far as the records of this office disclose.

In Witness Whereof, I have hereunto
placed my hand and affixed the seal
of said Supreme Court, at Springfield,
in said State, this Thursday, February 02, 2006.

A handwritten signature in black ink, reading "Juleann Hornyak". The signature is written in a cursive, flowing style.

Clerk